

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i> W. R. GRACE & CO., <i>et al.</i> , ¹ Debtors.	: : : : :	Chapter 11 Case No. 01-01139 (KJC) (Jointly Administered) Objection Deadline: July 11, 2014 at 4:00 p.m. Hearing Date: October 14, 2014 at 10:00 a.m.
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**SUMMARY COVERSHEET TO
FINAL FEE APPLICATION OF DAY PITNEY LLP²
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR APRIL 2, 2001 THROUGH FEBRUARY 3, 2014**

Name of Applicant:	Day Pitney LLP
Authorized to Provide Professional Services to:	W. R. GRACE & CO., <i>et al.</i>
Date of Retention:	May 30, 2001 (<i>nunc pro tunc</i> to April 2, 2001)
Period for which compensation and reimbursement is sought:	April 2, 2001 through February 3, 2014

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

² As of January 1, 2007 and as the result of a merger, Pitney Hardin LLP became known as Day Pitney LLP. A Notice of Name Change was filed on January 11, 2007 at docket entry #14287.

Amount of Compensation sought as actual, **\$6,200,796.20³**
reasonable, and necessary:

Amount of Expense Reimbursement sought **\$535,166.21⁴**
as actual, reasonable, and necessary

This is a: ___ monthly ___ quarterly interim **X** final application

Note regarding preparation for fee application.⁵

PRIOR APPLICATIONS FILED:

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
August 14, 2001 #793 CNO filed September 20, 2001 #943	4/2/01 – 4/30/01	\$13,859.50	\$7,239.68	Approved @ 80% (\$11,087. 60)	Approved @ 100%
August 14, 2001 #794 CNO filed September 20, 2001 #944	5/1/01 – 5/31/01	\$37,837.50	\$10,539.48	Approved @ 80% (\$30,270. 00)	Approved @ 100%
August 14, 2001 #795 CNO filed September 20, 2001 #946	6/1/01 – 6/30/01	\$29,079.00	\$10,548.57	Approved @ 80% (\$23,263. 20)	Approved @ 100%
August 14, 2001 #796; Approved 11/25/02 #3091	4/2/01 – 6/30/01	\$80,776.00	\$28,327.73	Approved @ 100%	Approved @ 100%

³ This number reflects the total fees paid to Day Pitney as set forth in Warren H. Smith's September 19, 2013 Forty-Eight Quarter Project Category Summary (the "Summary"). Although the total amount of fees requested by Day Pitney from April 2, 2001 through February 29, 2012 reflected in the following chart is \$6,201,872.70 (or \$1,076.50 more than reflected in the Summary), Day Pitney hereby accepts the lower amount and seeks approval for the total fees set forth herein.

⁴ This number reflects the total expenses paid to Day Pitney as set forth in the Summary. Although the total amount of expenses requested by Day Pitney from April 2, 2001 through February 29, 2012 reflected in the following chart is \$535,200.21 (\$34,00 more than reflected in the Summary), Day Pitney hereby accepts the lower amount and seeks approval for the total expenses as set forth herein.

⁵ Applicant reserves the right to apply to recover compensation relating to this Final Application in a subsequent application.

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
September 27, 2001 #967 Amended Exhibit B October 30, 2001 #1050 CNO filed October 31, 2001 #1062	7/1/01 – 7/31/01	\$33,349.00 Voluntarily Reduced to \$32,429.00	\$11,075.18	Approved @ 80% (\$25,943. 20)	Approved @ 100%
October, 31, 2001 #1046 CNO filed November 28,2001 #1259	8/1/01 – 8/31/01	\$60,105.00	\$8,715.77	Approved @ 80% (\$48,084. 00)	Approved @ 100%
November, 30, 2001 #1292 CNO filed 12/21/01 #1419	9/1/01 – 9/30/01	\$94,112.50	\$10,714.88	Approved @ 80% (\$75,290. 00)	Approved @ 100%
December 4, 2001 #1305 CNO filed 12/27/01 #1423	4/2/01 – 12/3/01	\$240,000.00	\$0.00	Contingency Matter Approved @80% (\$192,000. 00)	N/A
December, 11, 2001 #1331 CNO filed 1/9/02 #1477	10/1/01 – 10/31/01	\$68,805.50	\$23,481.14	Approved @ 80% (\$55,044. 40)	Approved @ 100%
January 9, 2002 #1481; Approved 11/25/02 #3091	7/1/01 – 9/30/01	\$186,646.50	\$30,505.83	Approved @ 100%	Approved @ 100%
February 26, 2001 #1723 CNO filed	11/1/01 – 11/30/01	\$62,334.50	\$7,507.05	Approved @ 80% (\$49,867. 60)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
4/17/02 #1936					
February 26, 2001 #1722 CNO filed 4/17/02 #1937	12/1/01 – 12/31/01	\$85,347.50	\$10,019.15	Approved @ 80% (\$68,278. 00)	Approved @ 100%
March 27, 2002 #1868 CNO filed 4/18/02 #1942	1/1/02 – 1/31/02	\$38,823.00	\$11,182.95	Approved @ 80% (\$31,058. 40)	Approved @ 100%
March 28, 2002 #1871; Approved 11/25/02 #3091	10/1/01 – 12/31/01	\$456,487.00	\$28,241.08	Approved @ 100%	Approved @ 100%
April 17, 2002 #1938 CNO filed 5/9/02 #2031	2/1/02 – 2/28/02	\$67,270.10	\$8,972.08	Approved @ 80% (\$53,816. 08)	Approved @ 100%
May 6, 2002 #2061 CNO filed 6/7/02 #2187	3/1/02 – 3/31/02	\$30,424.00	\$6,076.45	Approved @ 80% (\$24,339. 20)	Approved @ 100%
June 19, 2002 #2259-60	1/1/02 – 3/31/02	\$136,517.10	\$26,231.48	Approved @ \$130,255.00	Approved @ 100%
June 12, 2002 # 2208 CNO filed 7/9/02 #2349	4/1/02 – 4/30/02	\$33,180.00	\$1,119.59	Approved @ 80% (\$26,544. 00)	Approved @ 100%
July 9, 2002 #2349 CNO filed 7/30/02 #2468	5/1/02 – 5/31/02	\$10,995.50	\$9,230.90	Approved @ 80% (\$8,796.40)	Approved @ 100%
August 23, 2002 #2596 CNO filed 9/17/02 #2696	6/1/02 – 6/30/02	\$28,403.00	\$3,922.05	Approved @ 80% (\$22,722. 40)	Approved @ 100%
September 20, 2002 #2719 and 2721; Approved 11/25/02 #3092	4/1/02 – 6/30/02	\$72,578.50	\$14,272.56	Approved @ 100%	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
October 22, 2002 #2858 CNO filed 11/13/02 #2971	7/1/02 – 7/31/02	\$102,925.00	\$17,692.88	Approved @ 80% (\$82,340. 00)	Approved @ 100%
November 14, 2002 #2977 CNO Filed 12/11/02 # 3139	8/1/02 – 8/31/02	\$51,745.50	\$7,075.39	Approved @ 80% (\$41,396. 40)	Approved @ 100%
November 20, 2002 #3039 CNO filed 12/11/02 # 3135	9/1/02 – 9/30/02	\$29,291.10	\$4,744.95	Approved @ 80% (\$23,432. 88)	Approved @ 100%
November 27, 2002 #3084 & #3087 Order filed 3/14/03; #3511	7/1/02 – 9/30/02	\$183,969.60	\$29,513.22	Approved for \$182,143.10	Approved
December 16, 2002 #3165 CNO filed 1/14/03 #3250	10/1/02 – 10/31/02	\$26,061.00	\$5,340.26	Approved @ 80% (\$20,848. 80)	Approved @ 100%
December 27, 2002 #3198 Order signed 3/3/03 # 3446	4/4/01 – 12/3/01	\$240,000.00	N/A	Approved	N/A
January 13, 2003 #3238 CNO filed 2/6/03 #3227	11/1/02 – 11/30/02	\$28,150.50	\$4,980.91	Approved @ 80% (\$22,520. 40)	Approved @ 100%
February 6, 2003 #3345 CNO filed 3/27/03 #3557	12/1/02 – 12/31/02	\$21,414.00	\$3,594.17	Approved @ 80% (\$17,131. 20)	Approved @ 100%
February 14, 2003 Order signed on 7/28/03	10/1/02 – 12/31/02	\$75,625.50	\$13,915.34	Approved for \$72,625.50	Approved @ 100%
March 21, 2003 # 3536 CNO filed 4/15/03 #3666	1/1/03 – 1/31/03	\$77,836.00	\$6,477.81	Approved @ 80% (\$62,268.80)	Approved @ 100%
April 22, 2003 #3701 CNO filed	2/1/03 – 2/28/03	\$28,050.00	\$3,923.92	Approved @ 80%	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
5/15/03 #3794				(\$22,440.00)	
May 28, 2003 #3836 CNO filed 7/3/03 #3999	3/1/03 – 3/31/03	\$14,142.00	\$471.79	Approved @ 80% (\$11,313.60)	Approved @ 100%
June 3, 2003 #3864 Order signed 9/22/03 #4480	1/1/03 – 3/31/03	\$120,028.00	\$10,873.52	Approved for \$118,379.00	Approved @ 100%
June 18, 2003 #3912 CNO filed 7/11/03 #4054	4/1/03 – 4/30/03	\$21,507.50	\$370.10	Approved @ 80% (\$17,206.00)	Approved @ 100%
August 7, 2003 #4181 CNO filed 9/24/03 #4475	5/1/03 – 5/31/03	\$22,184.50	\$864.72	Approved @ 80% (\$17,747.60)	Approved @ 100%
September 9, 2003 #4407 CNO filed 10/2/03 #4524	6/1/03 – 6/30/03	\$28,764.50	\$9,472.70	Approved @ 80% (\$23,011.60)	Approved @ 100%
September 26, 2003 #4495 & 4496	4/1/03 – 6/30/03	\$72,456.50	\$10,707.52	Approved for \$72,456.50	Approved @ 100%
October 17, 2003 #4583 CNO filed 11/12/03 #4685	7/1/03 – 7/31/03	\$11,104.50	\$2,829.93	Approved @ 80% (\$8,883.60)	Approved @ 100%
November 6, 2003 #4666 CNO filed 12/9/03 #4798	8/1/03 – 8/31/03	\$3,427.50	\$2,242.92	Approved @ 80% (\$2,742.00)	Approved @ 100%
November 25, 2003 #4751 CNO filed 12/16/03 #4813	9/1/03 – 9/30/03	\$9,912.00	\$2,311.40	Approved @ 80% (\$7,929.60)	Approved @ 100 %
December 16, 2003 #4822 & 4823 Order filed 4/26/04	7/1/03- 9/30/03	\$24,444.00	\$7,370.04	Approved for \$24,440.00	Approved @ 100%
November 25, 2003 # 4752 CNO filed 12/16/03 #4814	10/1/03- 10/31/03	\$6,779.00	\$3,507.88	Approved @ 80% (\$5,423.20)	Approved @ 100%
December 31, 2003 #4893 CNO filed 2/3/04	11/1/03 – 11/30/03	\$16,464.50	\$2,478.06	Approved @ 80% (\$13,171.60)	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
#5052					
February 20, 2004 #5144 CNO filed 4/1/04 #5459	12/1/03 – 12/31/03	\$18,088.50	\$2,839.22	Approved @ 80% (\$14,470.80)	Approved @ 100%
February 25, 2004 #5165 Order filed 6/16/04 #5822	10/1/03 – 12/31/03	\$41,332.00	\$8,825.16	Approved for \$41,332.00	Approved @ 100%
March 29, 2004 #5362 CNO filed 4/22/04	1/1/04 – 1/31/04	\$39,097.50	\$2,315.38	Approved @ 80% (\$31,278.00)	Approved @ 100%
April 20, 2004 #5464 CNO filed 6/22/04 #5872	2/1/04 – 2/29/04	\$61,379.50	\$2,435.48	Approved @ 80% (\$49,103.60)	Approved @ 100%
June 1, 2004 #5678 CNO filed 6/22/04 #5873	3/1/04 – 3/31/04	\$266,775.00	\$9,819.15	Approved @ 80% (\$213,420.00)	Approved @ 100%
June 9, 2004 #5766 & 5767 Order filed 9/27/04 #6465	1/1/04 – 3/31/04	\$367,258.00	\$14,570.01	Approved @ 100% (\$367,258.00)	Approved @ 100%
July 1, 2004 #5915 CNO filed 7/28/04	4/1/04 – 4/30/04	\$242,320.50	\$33,506.28	Approved @ 80% (\$293,806.40)	Approved @ 100%
July 29, 2004 #6066 CNO filed 8/19/04 #6219	5/1/04 – 5/31/04	\$205,386.50	\$3,393.87	Approved @ 80% (\$164,309.20)	Approved @ 100%
August 12, 2004 #6162 CNO filed 9/7/04 #6325	6/1/04 – 6/30/04	\$181,394.50	\$41,141.14	Approved @ 80% (\$145,115.60)	Approved @ 100%
September 1, 2004 ## 6302; 6303 Order filed 1/26/05 #7622	4/1/04 – 6/30/04	\$629,101.50	\$78,003.35	Approved for \$629,101.50	Approved @ 100%
September 17, 2004 #6416 CNO filed 10/13/04 #6609	7/1/04- 7/31/04	\$22,957.00	\$8,896.12	Approved @ 80% (\$18,365.60)	Approved @ 100%
October 14, 2004 #6631 CNO filed 11/9/04 #6854	8/1/04- 8/31/04	\$28,122.50	\$2,338.02	Approved @ 80% (22,490.00)	Approved @ 100%
November 16,	9/1/04-	\$25,615.50	\$3,246.99	Approved @	Approved

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
2004 #6943 CNO filed 12/13/04 #7152	9/30/04			80% (20,492.40)	@ 100%
November 17, 2004 #6966 Order filed 3/22/05 #8081	7/1/04- 9/30/04	\$76,695.00	\$14,481.13	Approved for \$76,695.00	Approved @ 100%
December 16, 2004 #7198 CNO filed 1/25/05 #7621	10/1/04 – 10/31/04	\$27,632.50	\$4,766.94	Approved @ 80% (22,106.00)	Approved @ 100%
January 10, 2005 #7521 CNO filed 2/2/05 #7670	11/1/04 – 11/30/04	\$31,261.00	\$11,977.87	Approved @ 80% (25,008.80)	Approved @ 100%
February 11, 2005 #7745 CNO filed 3/8/05 #7992	12/1/04- 12/31/04	\$112,852.00	\$4,502.70	Approved @ 80% (\$90,281.60)	Approved @ 100%
March 16, 2005 ##8051-52 Order filed 6/29/05 #8728	10/1/04- 12/31/04	\$171,475.50	\$21,247.51	Approved for \$171,475.50	Approved @ 100%
March 18, 2005 #8076 CNO filed 4/26/05 #8286	1/1/05- 1/31/05	\$44,219.00	\$3,351.01	Approved @ 80% (\$35,375.50)	Approved @ 100%
May 10, 2005 #8391 CNO filed 6/24/05 #8683	2/1/05- 2/28/05	\$38,780.50	\$7,826.47	Approved @ 80% (\$31,024.40)	Approved @ 100%
May 16, 2005 #8443 CNO filed 6/24/05 #8684	3/1/05 – 3/31/05	\$42,702.00	\$3,222.62	Approved @ 80% (\$34,161.60)	Approved @ 100%
May 26, 2005 ##8511-12 Order filed 9/27/05 #9513	1/1/05 – 3/31/05	\$125,701.50	\$14,400.10	Approved for \$125,701.50	Approved @ 100%
June 27, 2005 #8691 CNO filed 7/26/05 #9090	4/1/05- 4/30/05	\$76,920.50	\$3,699.77	Approved @ 80% (\$61, 536.40)	Approved @ 100%
July 20, 2005 #9035 CNO filed 8/19/05 #9220	5/1/05- 5/31/05	\$73,041.00	\$4,608.05	Approved @ 80% (\$57,112.80)	Approved @ 100%
August 11, 2005 #9175 CNO filed	6/1/05 – 6/30/05	\$246,447.50	\$5,298.28	Approved @ 80%	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
9/8/05 #9360				(\$197,158.00)	
August 19, 2005 #9210 Order filed 12/21/05 #11402	4/1/05 – 6/30/05	\$396,409.00	\$13,606.10	Approved for \$396,409.00	Approved @ 100%
October 4, 2005 #9572 CNO filed 10/31/05 #10938	7/1/05 – 7/31/05	\$363,936.00	\$10,742.66	Approved @ 80% (\$291,148.80)	Approved @ 100%
October 20, 2005 #9708 CNO filed 11/15/05 #11091	8/1/05 – 8/31/05	\$276,504.50	\$21,554.17	Approved @ 80% (\$221,203.60)	Approved @ 100%
November 23, 2005 #11156 CNO filed December 16, 2005 #11359	9/1/05 – 9/30/05	\$243,011.00	\$7,658.60	Approved @ 80% (\$194,408.80)	Approved @ 100%
November 23, 2005 #11162 Order filed 3/27/06 #12121	7/1/05 – 9/30/05	\$883,451.50	\$39,955.43	Approved for \$883,451.50	Approved @ 100%
January 31, 2006 #11681 CNO filed 3/9/06 #12027	10/1/05 – 10/31/05	\$189,747.50	\$9,364.24	Approved @ 80% (\$151,798.00)	Approved @ 100%
January 31, 2006 #11677 CNO filed 3/9/06 #12024	11/1/05 – 11/30/05	\$170,059.00	\$25,007.67	Approved @ 80% (\$136,047.20)	Approved @ 100%
February 14, 2006 #11774 CNO filed 3/9/06 #12028	12/1/05 – 12/31/05	\$135,672.00	\$2,489.35	Approved @ 80% (\$108,537.60)	Approved @ 100%
February 14, 2006 #11785 Order filed 6/16/06 #12660	10/1/05 – 12/31/05	\$495,478.50	\$36,861.26	Approved for \$495,478.50	Approved @ 100%
April 5, 2006 #12205 CNO filed 5/20/06 # 12479; Amended CNO filed 6/7/06 #12612	1/1/06- 1/31/06	\$136,335.50	\$7,996.90	Approved @ 80% (\$109,084.40)	Approved @ 100%
April 14, 2006	2/1/06 –	\$101,184.50	\$6,294.63	Approved @	Approved

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
#12243 CNO filed 5/20/06 #12478	2/28/06			80% (\$809,947.60)	@ 100%
July 19, 2006 #12834 CNO filed 8/9/06 #12953	3/1/06 – 3/31/06	\$108,740.50	\$25,246.79	Approved @ 80% (\$86,992.40)	Approved @ 100%
July 19, 2006 #12834 Order filed 9/26/06 #13298	1/1/06 - 3/31/06	\$346,260.50	\$39,538.32	Approved for \$346,260.50	Approved @ 100%
July 19, 2006 #12834 CNO filed 8/9/06 #12954	4/1/06 – 4/30/06	\$47,442.00	\$363.81	Approved@ 80% (\$37,953.60)	Approved @ 100%
August 2, 2006 #12907 CNO filed 8/29/06 #13096	5/1/06 – 5/31/06	\$40,694.00	\$16,160.02	Approved @ 80% (\$32,555.20)	Approved @ 100%
August 3, 2006 #12920 CNO filed 8/29/06 #13097	6/1/06 – 6/30/06	\$52,860.00	\$11,368.11	Approved @ 80% (\$42,288.00)	Approved @ 100%
August 8, 2006 #12949 Order filed 12/19/06 #14069	4/1/06 – 6/30/06	\$140,996.00	\$27,891.94	Approved for \$140,996.00	Approved @ 100%
September 5, 2006 #13136 CNO filed 9/28/06 #13315	7/1/06 – 7/31/06	\$16,131.00	\$12,069.87	Approved @ 80% (\$33,830.40)	Approved @ 100%
September 28, 2006 #13317 CNO filed 10/25/06 #13469	8/1/06- 8/31/06	\$36,807.00	\$184.24	Approved @ 80% (\$29,445.60)	Approved @ 100%
October 30. 2006 #13526 CNO filed 12/4/06 #13909	9/1/06- 9/30/06	\$14,467.00	\$470.65	Approved @ 80% (\$11,573.60)	Approved @ 100%
October 30. 2006 #13535 Order filed 3/30/07 #15044	7/1/06- 9/30/06	\$67,405.00	\$12,724.76	Approved @ \$67,405.00	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
December 5, 2006 #13930 CNO filed 1/2/07 #14196	10/1/06- 10/31/06	\$26,557.50	\$0.00	Approved @ 80% (\$21,246.00)	\$0.00
December 28, 2006 #14179 CNO filed 1/25/07 #14394	11/1/06 – 11/30/06	\$23,552.00	\$1,048.56	Approved @ 80% (\$18,841.60)	Approved @ 100%
January 30, 2007 #14434 CNO filed 2/21/07 #14627	12/1/06- 12/31/06	\$30,737.00	\$255.69	Approved @ 80% (\$24,589.60)	Approved @ 100%
January 30, 2007 #14435 Order filed 6/20/07 #16105	10/1/06- 12/31/06	\$80,846.50	\$1,304.25	Approved @ \$80,846.50	Approved @ 100%
March 1, 2007 #14723 CNO filed 3/22/07 #14939	1/1/07- 1/31/07	\$63,053.50	\$1,265.56	Approved @ 80% (\$50,442.80)	Approved @ 100%
April 4, 2007 #15091 CNO filed 5/2/07 #15490	2/1/07 – 2/28/07	\$36,914.00	\$1,658.23	Approved @ 80% (\$29,531.20)	Approved @ 100%
May 3, 2007 #15515 CNO filed 5/24/07 #15807; Amended CNO filed 6/1/07 #15943	3/1/07 – 3/31/07	\$39,900.00	\$107.93	Approved @ 80% (\$31,920.00)	Approved @ 100%
May 10, 2007 #15638 Order filed 9/25/04 #16916	1/1/07- 3/31/07	\$139,867.50	\$3,031.72	Approved @ \$139,867.50	Approved @ 100%
June 1, 2007 #15924 CNO filed 6/22/07 #16133	4/1/07 – 4/30/07	\$38,637.00	\$686.36	Approved @ 80% (\$30,909.60)	Approved @ 100%
July 9, 2007 #16252 CNO filed 7/31/07 #16446	5/1/07 – 5/31/07	\$40,494.50	\$39.68	Approved @ 80% (\$32,495.60)	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
July 27, 2007 #16399 CNO filed 8/17/07 #16593	6/1/07 – 6/30/07	\$55,820.00	\$311.01	Approved @ 80% (\$44,656.60)	Approved @ 100%
July 27, 2007 #16400 Order filed 9/25/04 #17629	4/1/07 – 6/30/07	\$134,951.50	\$1,037.05	Approved @ \$134,951.50	Approved @ 100%
August 28, 2007 #16650 CNO filed 9/18/07 #16876	7/1/07 – 7/31/07	\$51,718.50	\$375.00	Approved @ 80% (\$41,374.80)	Approved @ 100%
September 28, 2007 #16940 CNO filed 10/22/07 #17109	8/1/07 – 8/31/07	\$27,529.50	\$2,297.39	Approved @ 80% (\$22,023.60)	Approved @ 100%
October 29, 2007 #17179 CNO filed 11/20/07 #17415	9/1/07- 9/30/07	\$7,007.50	\$304.50	Approved @ 80% (\$5,606.00)	Approved @ 100%
October 29, 2007 #17188 Order filed 3/12/08 #18270	7/1/07- 9/30/07	\$86,255.50	\$2,976.44	Approved @ \$85,900.50	Approved @ 100%
November 28, 2007 #17472 CNO filed 12/19/07	10/1/07 – 10/31/07	\$11,545.00	\$187.35	Approved @ 80% (\$9,236.00)	Approved @ 100%
December 28, 2007 #17724 CNO filed 1/22/08	11/1/07 – 11/30/07	\$23,387.00	\$0.00	Approved @ 80% (\$18,709.60)	N/A
January 28, 2008 #17900 CNO filed 2/19/08 #18067	12/1/07 – 12/31/07	\$23,822.50	\$73.90	Approved @ 80% (\$19,058.00)	Approved @ 100%
January 28, 2008 #17902 Order filed 6/23/08 #18989	10/1/07- 12/31/07	\$58,754.50	\$261.25	Approved @ \$58,754.50	Approved @ 100%
February 28, 2008 #18142 CNO filed	1/1/08 – 1/31/08	\$35,066.50	\$1,067.95	Approved @ 80% (\$28,053.20)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
3/21/08 #18360					
March 28, 2008 #18411 CNO filed 4/18/08 #18568	2/1/08 – 2/29/08	\$76,925.00	\$644.83	Approved @ 80% (\$61,540.00)	Approved @ 100%
April 30, 2008 #18640 CNO filed 5/21/08 #18766	3/1/08 – 3/31/08	\$11,642.00	\$617.65	Approved @ 80% (\$9,313.60)	Approved @ 100%
April 30, 2008 #18651 Order filed 10/1/08 #19663	1/1/08 – 3/31/08	\$123,633.50	\$2,330.43	Approved @ \$123,633.50	Approved @ 100%
May 28, 2008 #18801 CNO filed 6/19/08 #18963	4/1/08 - 4/30/08	\$9,450.00	\$159.12	Approved @ 80% (\$7,560.00)	Approved @ 100%
June 30, 2008 #19015 CNO filed 7/22/08 #19124	5/1/08 – 5/31/08	\$19,981.50	\$32.92	Approved @ 80% (\$15,985.20)	Approved @ 100%
July 29, 2008 #19192 CNO filed 8/19/08 #19339	6/1/08 – 6/30/08	\$31,809.00	\$203.71	Approved @ 80% (\$25,447.20)	Approved @ 100%
July 29, 2008 #19193 Order filed 12/17/08 #20283	4/1/08 – 6/30/08	\$61,240.50	\$395.75	Approved @ \$61,240.50	Approved @ 100%
August 28, 2008 #19404 CNO filed 9/19/08 #19575	7/1/08 – 7/31/08	\$34,325.00	\$201.33	Approved @ 80% (\$27,460.00)	Approved @ 100%
September 29, 2008 #19635 CNO filed 10/22/08 #19831	8/1/08 – 8/31/08	\$8,748.50	\$182.99	Approved @ 80% (\$6,998.80)	Approved @ 100%
October 28, 2008 #19869 CNO filed 11/18/08 #20089	9/1/08 – 9/30/08	\$7,063.00	\$86.52	Approved @ 80% (\$5,650.40)	Approved @ 100%
October 28, 2008 #19902	7/1/08 – 9/30/08	\$50,136.50	\$470.84	Approved @ \$50,136.50	Approved @ \$470.84

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
(Objections due 11/17/08; Hearing scheduled for 4/1/09) Order filed 4/1/09 #21173					
December 1, 2008 #20163 CNO filed 12/23/08 #20347	10/1/08 – 10/31/08	\$10,083.50	\$95.20	Approved @ 80% (\$8,066.80)	Approved @ 100%
January 14, 2009 #20519 CNO filed 2/4/09 #20677	11/1/08 – 11/30/08	\$16,599.00	\$126.36	Approved @ 80% (\$13,279.20)	Approved @ 100%
January 29, 2009 #20637 CNO filed 2/19/09 #20765	12/1/08 - 12/31/08	\$5,547.00	\$122.45	Approved @ 80% (\$4,437.60)	Approved @ 100%
Jan. 27, 2009 #20638 Hearing scheduled for 6/29/09 Order filed 7/7/09 #22354	10/1/08 – 12/31/08	\$32,229.50	\$344.01	Approved @ \$32,229.50	Approved @ \$344.01
March 9, 2009 #20951 CNO filed 3/31/09 #21166	1/1/09 - 1/31/09	\$14,027.50	\$0.00	Approved @ 80% (\$11,222.00)	Approved @ 100%
April 1, 2009 #21172 CNO filed 4/22/09 #21370	2/1/09 – 2/28/09	\$4,633.00	\$0.00	Approved @ 80% (\$3,706.40)	Approved @ 100%
April 29, 2009 #21473 CNO filed May 20, 2009	3/1/09 – 3/31/09	\$12,087.00	\$4.00	Approved @ 80% (9,669.60)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
#21807					
May 5, 2009 #21547 Hearing scheduled for 9/22/09 Order filed 9/28/09 #23353	1/1/09 – 3/31/09	\$30,747.50	\$4.00	Approved @ \$30,747.50	Approved @ \$4.00
June 2, 2009 #21954 CNO filed June 23, 2009	4/1/09 – 4/30/09	\$9,891.00	\$0.00	Approved @ 80% (\$7,912.80)	Approved @ 100%
July 14, 2009 #22456 CNO filed August 4, 2009	5/1/09 – 5/31/09	\$7,579.00	\$23.00	Approved @ 80% (\$6,063.20)	Approved @ 100%
August 19, 2009 #22870 CNO filed Sept. 10, 2009 #23211	6/1/09 – 6/30/09	\$7,570.00	\$30.36	Approved @ 80% (\$6,056.00)	Approved @ 100%
Sept. 8, 2009 #23201 Hearing scheduled for Dec. 14, 2009 Approved March 5, 2010 #24406	4/1/09 – 6/30/09	\$25,040.00	\$53.36	Approved @ \$25,040.00	Approved @ \$53.36
Sept. 30, 2009 #23377 CNO filed Oct. 21, 2009 #23546	7/1/09 – 7/31/09	\$3,529.50	\$0.00	Approved @ 80% (\$2,823.60)	Approved @ 100%
Oct. 28, 2009 #23601 CNO filed Nov. 19, 2009 #23794	8/1/09 – 8/31/09	\$8,385.00	\$0.00	Approved @ 80% (\$6,708.00)	Approved @ 100%
Nov. 19, 2009 #23798 CNO filed	9/1/09 – 9/30/09	\$22,428.00	\$48.96	Approved @ 80% (\$17,942.40)	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
Dec.10, 2009 #23993					
Dec. 30, 2009 #24093 CNO filed Jan. 20, 2010 #24172	10/1/09 – 10/31/09	\$14,163.50	\$0.00	Approved @ 80% \$11,330.80	Approved @ 100%
Jan. 7, 2010 #24123 Hearing scheduled for Mar. 22, 2010 Approved May 28, 2010 #24856	7/1/09 – 9/30/09	\$34,342.50	\$48.96	Approved @ \$34,342.50	Approved @ \$48.96
Feb. 3, 2010 #24231 CNO filed Feb. 23, 2010 #24337	11/1/09 – 11/30/09	\$4,632.00	\$0.00	Approved @ 80% \$3,705.60	Approved @ 100%
Feb. 12, 2010 #24277 CNO filed Mar. 5, 2010 #24409	12/1/09 – 12/31/09	\$4,323.00	\$0.00	Approved @ 80% \$3,458.40	Approved @ 100%
Mar. 23, 2010 #24487 CNO filed April 13, 2010 #24605	1/1/10 – 1/31/10	\$3,352.50	\$0.00	Approved @ 80% \$2,682.00	Approved @ 100%
April 1, 2010 #24558 CNO filed April 22, 2010 #24658	2/1/10 – 2/28/10	\$1,845.50	\$0.00	Approved @ 80% \$1,476.40	Approved @ 100%
April 27, 2010 #24679 Hearing scheduled for June 7, 2010 Order filed 9/3/10	10/1/09 – 12/31/09	\$23,118.50	\$0.00	Approved @ \$23,118.50	Approved @ \$0.00

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
#25334					
May 14, 2010 #24771 CNO filed June 4, 2010 #24909	3/1/10 – 3/31/10	\$8,830.00	\$221.20	Approved @ 80% \$7,064.00	Approved @ 100% \$221.20
June 3, 2010 #24903 CNO filed June 24, 2010 #24978	4/1/10 – 4/30/10	\$5,195.00	\$61.39	Approved @ 80% \$4,156.00	Approved @ 100% \$61.39
June 29, 2010 #25009 Hearing scheduled for Sept. 13 2010. Approved in Order entered on Sept. 13, 2010 #25387	1/1/10 – 3/31/10	\$14,028.00	\$221.20	Approved @ 100%	Approved @ 100%
June 30, 2010 #25018 CNO filed July 21, 2010 #25097	5/1/10 – 5/31/10	\$19,304.50	\$517.60	Approved @ 80% \$15,443.60	Approved @ 100% \$517.60
August 2, 2010 #25150 CNO filed August 24, 2010 #25263	6/1/10 – 6/30/10	\$16,835.50	\$0.00	Approved @ 80% \$13,468.40	Approved @ 100%
August 5, 2010 #25176 Hearing scheduled for Dec. 13, 2010	4/1/10 – 6/30/10	\$41,335.00	\$587.99	Approved @ 100%	Approved @ 100%
Sept. 14, 2010 #25409 CNO filed Oct. 5, 2010 #25555	7/1/10 – 7/31/10	\$25,138.50	\$0.00	Approved @ 80% \$20,110.80	Approved @ 100%
Oct. 7, 2010	8/1/10 –	\$42,225.00	\$0.00	Approved @	Approved

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
#25565 CNO filed Oct. 28, 2010 #25661	8/31/10			80% \$33,780.00	@ 100%
Nov. 10, 2010 #25732 CNO Filed Dec. 1, 2010 #25848	9/1/10 – 9/30/10	\$8,169.00	\$44.57	Approved @ 80% 6,535.20	Approved @ 100%
Nov. 17, 2010 #25768 Hearing scheduled for March 28, 2011	7/1/10 – 9/30/10	\$75,532.50	\$44.57	Approved @ 100%	Approved @ 100%
December 10, 2010 #25911 CNO Filed January 3, 2011 #26006	10/1/10 – 10/31/10	\$1,063.00	\$0.00	Approved @ 80% \$850.40	Approved @ 100%
January 7, 2011 #26043 CNO filed January 31, 2011 #26153	11/1/10 – 11/30/10	\$1,924.50	\$0.00	Approved at 80% \$1,539.60	Approved @ 100%
February 9, 2011 #26229 CNO filed March 2, 2011 # 26478	12/1/10 – 12/31/10	\$1005.50	\$0.00	Approved @ 80% \$804.40	Approved @ 100%
February 18, 2011 #26359 Order entered on 6/30/11 #27188	10/1/10 – 12/31/10	\$3,993.00	\$0.00	Approved @ 100%	Approved @ 100%
May 12, 2011 #26924 CNO filed June 6, 2011 #27037	3/1/11 – 3/31/11	\$2,775.50	\$0.00	Approved @ 80% \$2,220.40	Approved @ 100%
June 21, 2011 #27120 CNO filed	4/1/11 – 4/30/11	\$22,255.50	\$0.00	Approved @ 80% \$17,804.40	Approved @ 100%

Date Filed Docket No.	Period Covered	REQUESTED		APPROVED	
		Fees	Expenses	Fees	Expenses
July 12, 2011 #27245					
July 21, 2011 Hearing scheduled for September 26, 2011 Order entered September 20, 2011, #27622	1/1/11 – 3/31/11	\$2,775.50	\$0.00	Approved @ 100%	Approved @ 100%
August 9, 2011 #27400 CNO filed August 30, 2011 #27529	5/1/11 – 5/31/11	\$1,820.00	\$0.00	Approved @ 80% \$1,456.00	Approved @ 100%
September 21, 2011 #27629	6/1/11- 6/30/11	\$2,970.00	\$0.00	Approved	Approved
October 3, 2011 #27710 CNO filed October 24, 2011 #27819	7/1/11 – 7/31/11	\$3,404.00	\$0.00	Approved @ 80% \$2,723.20	Approved @ 100%
November 3, 2011 CNO filed November 29, 2011 #28047	8/1/11 – 8/31/11	\$430.00	\$0.00	Approved @ 80% \$344.00	Approved @ 100%
November 15, 2011 Order entered December 14, 2011 #28150	4/1/11 – 6/30/11	\$27,045.50	\$0.00	Approved @ 100%	Approved @ 100%
February 2, 2012 #28462 Order entered March 23, 2012 #28705	7/1/11- 9/30/11	\$3,834.00	\$0.00	Approved @ 100%	Approved @ 100%

		REQUESTED		APPROVED	
Date Filed Docket No.	Period Covered	Fees	Expenses	Fees	Expenses
April 18, 2012 #28792 CNO filed May 11, 2012 #28909	2/1/12 – 2/29/12 ⁶	\$4,112.50	\$25.00	Approved @ 80% \$3,290.00	Approved @ 100%

⁶ Other than fees associated with the preparation of fee applications, Day Pitney did not perform any work or incur any additional charges in connection with this matter after February 2012. Day Pitney is not seeking to be reimbursed for costs and fees in connection with fee applications filed in February and April 2012 but reserves the right to seek to recover fees and costs associated with the preparation of this Final Application.

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re: : Chapter 11
:
W. R. GRACE & CO., *et al.*,⁷ : Case No. 01-01139 (KJC)
: (Jointly Administered)
Debtors. :
: **Objection Deadline: July 11, 2014 at 4:00**
: **Hearing Date: October 14, 2014 at 10:00**

**VERIFIED FINAL APPLICATION OF DAY PITNEY LLP
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
AS SPECIAL COUNSEL TO W.R. GRACE & CO., *ET AL.*, FOR THE PERIOD
APRIL 2, 2001 THROUGH FEBRUARY 3, 2014**

Pursuant to sections 327, 330 and 331 of Title 11 of the United States Code (as amended, the “Bankruptcy Code”), Fed. R. Bankr. P. 2016, the “Retention Order” (as defined below), the Amended Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the “Amended Interim Compensation Order”) and Del.Bankr.LR 2016-2,

⁷ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food ‘N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

the law firm of Day Pitney LLP (“Day Pitney”)⁸, special counsel and ordinary course professional⁹ for the above-captioned debtors and debtors in possession (collectively, the “Debtors”) in their Chapter 11 cases, hereby files this final fee application seeking an order approving: (i) compensation in the amount of \$6,200,796.20 for the reasonable and necessary legal services Day Pitney has rendered to the Debtors, which amount includes all reductions in fees; and (ii) reimbursement in the amount of \$535,166.21 for the actual and necessary expenses that Day Pitney incurred in representing the Debtors, which amount includes all reductions to expenses (the “Final Application”), during the period from April 2, 2001 through February 3, 2014 (the “Fee Period”). All prior fee applications have been approved by the Court as detailed in the preceding chart.¹⁰ In support of this Application, Day Pitney respectfully represents as follows:

Retention of and Continuing Disinterestedness of Day Pitney

1. On April 2, 2001 (the “Petition Date”), the Debtors each filed voluntary petitions for relief under Chapter 11 of Title 11, United States Code (collectively, the “Chapter 11 Cases”). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors have continued to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. On April 12, 2001, the office of the United States Trustee appointed: (i) a committee of unsecured creditors in the Chapter 11 Cases; (ii) a

⁸ As of January 1, 2007 and as the result of a merger, Pitney Hardin LLP became known as Day Pitney LLP. A Notice of Name Change was filed on January 11, 2007 at docket entry #14287.

⁹ Day Pitney’s fee requests initially only related to three (3) matters for which Day Pitney was retained as special counsel to the Debtors. Following discussions with the Office of the United States Trustee and counsel for Debtors, Day Pitney has included in its fee applications all matters in which Day Pitney represents the Debtors either as special counsel or an ordinary course professional.

¹⁰ Although Day Pitney incurred fees and costs in February 2012 and filed a monthly application for that period, a request for approval of fees and expenses for the first quarter of 2012 was not filed with the Court. As part of this Fee Application, Day Pitney respectfully requests that the Court approve the fees and costs for the first quarter of 2012 as follows: \$4,112.50 in fees and \$25.00 in costs for a total of \$4,137.50.

committee of asbestos personal injury claimants; and (iii) a committee of asbestos property damage claimants. On June 18, 2001, the office of the United States Trustee appointed a committee of equity security holders.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

3. By this Court's order dated May 30, 2001 (the "Retention Order"), the Debtors were authorized to retain Day Pitney as special counsel, effective as of the Petition Date, with regard to the following three (3) matters, more particularly described in the application filed in support of such retention: (a) *In re Intercat, Inc.*; (b) *Maryland Cas. v. W. R. Grace & Co., et al.*; and (c) *Gloucester New Communities Company, Inc. v. Del Monte Corporation, et al.*

4. The Retention Order authorizes the Debtors to compensate Day Pitney at Day Pitney's hourly rates, which were charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that it incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules, and orders of this Court. A copy of the Retention Order is attached hereto as **Exhibit A**.

5. As disclosed in the Affidavit of Anthony J. Marchetta in Support of Application of the Debtors for the Entry of an Order Authorizing the Retention and Employment of Pitney, Hardin, Kipp & Szuch LLP as Special Counsel to the Debtors (the "Marchetta Affidavit"), Day Pitney does not hold or represent any interest adverse to the Debtors' estates with respect to the matters on which Day Pitney is to be employed.

6. Day Pitney may have in the past represented, may currently represent, and likely in the future will represent, parties-in-interest in connection with matters unrelated to the

Debtors and the Chapter 11 Cases. Day Pitney disclosed in the Marchetta Affidavit its connections to parties-in-interest that it has been able to ascertain using its reasonable efforts. Day Pitney will update the Marchetta Affidavit when necessary and when Day Pitney becomes aware of material new information.

7. Day Pitney performed the services for which it is seeking compensation on behalf of or for the Debtors and their estates, and not on behalf of any committee, creditor or other person.

8. Day Pitney has received payments applied for and authorized under the Interim Compensation Order.

9. Pursuant to Fed. R. Bank. P. 2016(b), Day Pitney has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person other than with the partners, counsel and associates of Day Pitney; or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases. This is the final application for compensation for services rendered that Day Pitney will file with the Bankruptcy Court in connection with the Chapter 11 Cases.

10. On May 3, 2001, as amended on April 17, 2002, the Court entered an Administrative Order (the "Administrative Fee Order") establishing procedures for interim compensation and reimbursement of expenses of professionals.

11. Day Pitney has filed fee applications in accordance with the Administrative Fee Order and has been compensated pursuant to the terms thereof.

Quarterly Fee Application (for First Quarter of 2012) Covered Herein

12. Other than preparing fee applications (including this Final Application), the last time Day Pitney rendered services to the Debtors was in February 2012. Day Pitney

submitted a monthly fee application covering February 1, 2012 through February 29, 2012 (the "February 2012 Application") in the amount of \$4,112.50 for the reasonable and necessary legal services Day Pitney has rendered to the Debtors and \$25.00 for the actual and necessary expenses that Day Pitney incurred. Day Pitney did not, however, submit a quarterly fee application for the period January 1, 2012 through March 31, 2012 (the "2012 Quarterly Application"). The February 2012 Application was approved by this Court for \$3,290 worth of fees and \$25.00 worth of expenses. Attached hereto as **Exhibit B** is Day Pitney's February 2012 fee application.

13. In lieu of filing the omitted 2012 Quarterly Application with this Court, Day Pitney respectfully requests that this Court approve the fees and expenses encompassed in those applications along with this Final Application.

Reasonable and Necessary Services Rendered by Day Pitney

14. Day Pitney submits this Final Application pursuant to the Retention Order seeking approval of: (i) compensation in the amount of \$6,200,796.20 for the reasonable and necessary legal services Day Pitney has rendered to the Debtors, which amount includes all reductions to fees; and (ii) reimbursement in the amount of \$535,166.21 for the actual and necessary expenses that Day Pitney incurred, which amount includes all reductions to expenses.

15. Day Pitney has maintained detailed records of the time expended in rendering the professional services performed on behalf of the Debtors in this case. Such time records were generated contemporaneously with the performance of the professional services described therein and in the ordinary course of Day Pitney's practice. The individual time records were recorded by the attorney or legal assistant who rendered the particular services described. All of the records for which compensation is sought were previously filed with the

Court and contain charts summarizing the professionals involved in the case and the task code summaries.

16. Day Pitney also maintains records of all necessary expenses and disbursements (collectively, the “Expenses”) incurred by Day Pitney in connection with the performance of its services. All of the records for which compensation is sought were previously filed with the Court and contain a chart with a summary of the expenses for the relevant periods.

17. Bankruptcy Code Section 330 authorizes bankruptcy courts to award professionals employed by the Debtors under Bankruptcy Code Section 327 “reasonable compensation” for actual and necessary services rendered to the Debtors by such professionals. Under Bankruptcy Code section 330, the reasonableness of the compensation sought by a professional is determined by consideration of the nature, extent and value of such services, taking into account, *inter alia*, the following: (a) the time spent on such services; (b) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the task; and (c) the cost of comparable services for non-bankruptcy cases.

18. The professional services and related expenses for which Day Pitney requests final allowance of compensation and reimbursement of expense were rendered and incurred in connection with the case in the discharge of Day Pitney’s professional responsibilities as attorneys for the Debtors in these cases. Day Pitney respectfully submits that the professional services that it has rendered and the expenses that it has incurred on behalf of the Debtors were necessary and have resulted in substantial benefits to the Debtors. Set forth below is a brief summary of the services provided by Day Pitney to the Debtors during the Fee

Period. Based upon an analysis of each of the foregoing, Day Pitney respectfully submits that the compensation sought in this Final Application is reasonable.

Services Rendered

19. During the Fee Period, Day Pitney rendered professional legal services to the Debtors in accordance with the Retention Order and, as discussed in footnote 9 hereof, as an ordinary course professional. Day Pitney acted as counsel to Debtors and, in doing so Day Pitney oversaw cases involving environmental compliance, property clean up, lease-hold issues and insurance recovery. Among other things, Day Pitney handled environmental compliance and property clean-up issues including, but not limited to, the Ambrosia Chocolate Facility, Carteret Warehouse Subleases, Channel Home Centers, Clementon Environmental, Curtis Bay/FUSRAPS, Hermans Environmental Issues, Herman's Sporting Goods, Inc., et al., Insurance Investigation, NJDEP v. W. R. Grace, et al., Project Omega, Akzo Nobel, Prudential, et al., Trenton Environmental Issues, U.S. Mineral Products/Isolatek Intl., and West Deptford Property. Day Pitney handled lease-hold issues including, but not limited to, the Channel Home Centers, Coudert Brothers, Montgomery Ward/Winter Park, FL, Phenix City, Alabama Lease, Rising Sun Plaza Associates/Slater, Rob, Tahari, Ltd., Wappinger Falls, Wappinger Falls (Goodwill), and Wappinger Shopping Center LLC.

Representations

20. Day Pitney believes that this Final Application is in compliance with the requirements of Del.Bankr.LR 2016-2.

21. In summary, by this Final Application, Day Pitney requests approval for compensation of fees and expenses in the total amount of \$6,735,962.41 consisting of: (i) compensation in the amount of \$6,200,796.20 for the reasonable and necessary legal services

Day Pitney has rendered to the Debtors, which amount includes all reductions to fees; and (ii) reimbursement in the amount of \$535,166.21 for the actual and necessary expenses that Day Pitney incurred, which amount includes all reductions to expenses.

WHEREFORE, Day Pitney respectfully requests that the Court enter an order providing that, for the period of April 2, 2001 through February 3, 2014, a final allowance be made to Day Pitney in the sum of \$6,200,796.20 as compensation for reasonable and necessary professional services rendered to the Debtors and in the sum of \$535,166.21 for reimbursement of actual and necessary costs and expenses incurred, for a total of \$6,735,962.41 in fees and expenses; and for such other and further relief as this Court deems equitable, just and proper.

Parsippany, New Jersey
Dated: May 12, 2014

Respectfully submitted,
DAY PITNEY LLP

/s/ Anthony J. Marchetta
Anthony J. Marchetta, Esq.
One Jefferson Road
Parsippany, New Jersey 07054
Telephone: (973) 966-8032
Facsimile: (973) 206-6659

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i> W. R. GRACE & CO., <i>et al.</i> ¹¹ , Debtors.	: : : : : : :	Chapter 11 Case No. 01-1139 (JKF) (Jointly Administered) Objection Deadline: July 11, 2014 at 4:00 Hearing Date: October 14, 2014 at 10:00
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VERIFICATION

ANTHONY J. MARCHETTA, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant firm, Day Pitney LLP, and am a member in good standing of the bars of the State of New Jersey, the State of New York, the District of Columbia, the United States District Court for the District of New Jersey, the United States District Court for the Northern District of New York, the United States District Court for the Eastern District of New York, the United States District Court for the Southern District of New

¹¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-I Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

York, the United States District Court for the Western District of New York, the United States District Court for the District of Colorado, the United States District Court for the Eastern District of Texas, the United States District Court for the Western District of Wisconsin, the United States Court of Appeals for the Third Circuit, the United States Court of Appeals for the Second Circuit, the United States Court of Appeals for the Federal Circuit, the United States Tax Court, and the United States Supreme Court.

2. I have personally performed certain of, and overseen, the legal services rendered by Day Pitney LLP as counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information, and belief.

Parsippany, New Jersey
Dated: May 12, 2014

Respectfully submitted,
DAY PITNEY LLP

/s/ Anthony J. Marchetta

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